

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE:) Chapter 11
)
DELPHI CORPORATION, et. al.,) Bankruptcy Case No. 05-44481
) (RDD)
Debtors.) (Jointly Administered)

AFFIDAVIT OF LEGAL ORDINARY COURSE PROFESSIONAL

STATE OF INDIANA)
) ss:
COUNTY OF MARION)

1. John K. McDavid, being duly sworn, deposes and says:
2. Neither I, John K. McDavid, nor any partner of Locke Reynolds LLP, auditor or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys, except as set forth in this affidavit.
3. Locke Reynolds LLP, has represented and advised the Debtors in Indiana with respect to a broad range of aspects of the Debtors' businesses.
4. The Debtors have requested and Locke Reynolds LLP has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code 11 U.S.C. §§101-1330, as amended (the "Bankruptcy Code"), with respect to such matters. Additionally, the Debtors have requested, and Locke Reynolds LLP proposes, to render the following services to the Debtors: representation of Delphi Corporation in the case of *Kelly R. Groce and Kelly D. Groce, Plaintiffs v. Delphi Corporation and GMAC Global Relocation*

Services, Defendants, pending in the Henry Circuit Court of Indiana under Cause No. 33C01-0401-CT-0004.

5. Locke Reynolds LLP's current fees arrangement is:

Rates are as follows:

Exception rate for Lloyd H. Milliken - \$235/per hour
Senior Partner rate - \$225/per hour
Partner rate - \$195/per hour
Senior Associate rate - \$150/per hour
Associate rate - \$130/per hour
Paralegal rate - \$95/per hour
Law Clerk rate - \$75/per hour

Asbestos rates are as follows:

Exception rate for Michael A. Bergin - \$200/per hour
Senior Partner rate - \$185/per hour
Partner rate - \$160/per hour
Senior Associate rate - \$130/per hour
Associate rate - \$130/per hour
Paralegal rate - \$80/per hour
Law Clerk rate - \$80/per hour

6. Except as set forth herein, no promises have been received by Locke Reynolds LLP or any partner, auditor or other member thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provision of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court , and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.

7. Locke Reynolds LLP has no agreement with any entity to share with such entity any compensation received by Locke Reynolds LLP.

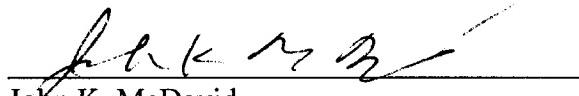
8. Locke Reynolds LLP and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. Locke

Reynolds LLP does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys, or accountants that would be adverse to the Debtors or their estates.

9. Neither I, John K. McDavid, or any partner of Locke Reynolds LLP, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates in the matters upon which Locke Reynolds LLP is to be engaged.

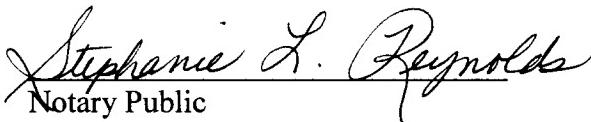
10. The foregoing constitutes the statement Locke Reynolds LLP pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

FURTHER AFFIANT SAITH NOT



John K. McDavid

Subscribed and sworn before me
this 3rd day of August, 2006.



Stephanie L. Reynolds
Notary Public

CERTIFICATE OF SERVICE

I, John K. McDavid, Partner of Locke Reynolds LLP, hereby certifies that on this 3 /
day of August, 2006, served a copy of the Affidavit of Legal Ordinary Counsel Professional,
upon the following interested parties via first-class mail:

Delphi Corporation
Attention: General Counsel
5725 Delphi Drive
Troy, MI 48098

Latham & Watkins
Attention: Mark A. Broude, Esq.
885 Third Avenue
New York, NY 10022

Skadden, Arps, Slate, Meagher & Flom
Attention: John W. Butler, Jr., Esq.
333 West Wacker Drive
Suite 2100
Chicago, IL 60606

Simpson Thacher & Bartlett LLP
Attention: Marissa Wesley, Esq.
425 Lexington Avenue
New York, NY 10017

United States Trustee
Attention: Alicia M. Leonhard, Esq.
33 Whitehall Street
Suite 2100
New York, NY 10044

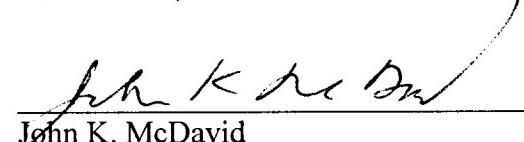
Davis Polk & Wardwell
Attention: Donald Bernstein, Esq. and
Brian Resnick, Esq.
450 Lexington Avenue
New York, NY 10017

Delphi Corporation
Attention: John D. Sheehan, Esq.
Vice President & Chief Restructuring
Officer
5725 Delphi Drive
Troy, MI 48098

GE Plastics, Americas
Attention: Valeria Venable
Credit Manager
9930 Kincey Avenue
Huntersville, NC 28078

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John K. McDavid